

Mr. Curtis Brody  
Chief Financial Officer  
Sunwest Management, Inc.  
3723 Fairview Industrial Drive SE  
PO Box 3006  
Salem, Oregon 97302

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Washington, DC 20036-1795  
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[www.stephoe.com](http://www.stephoe.com)

IN ACCOUNT WITH  
**STEPHOE & JOHNSON LLP**

November 16, 2009

**INVOICE**

Our Matter No. 017026.00001  
RESTRUCTURING ISSUES

Invoice No. 2323234

**For Professional Services Rendered Through October 31, 2009:**

**Fees:**

<b>Attorney/Paralegal</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
G.R. Yates	269.10	450.00	121,095.00
<b>Total Fees:</b>			<b>\$121,095.00</b>

**Expenses:**

Air Fare	4,297.20
Hotel	5,534.51
Rental Car	265.51
Taxis	855.00
Long Distance Telephone	261.90
Travel	192.47
Meals While On Travel	<u>3,185.47</u>

**Total Expenses:** **\$14,592.06**

**Total Due for this Period:** **\$135,687.06**

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IN ACCOUNT WITH  
**STEPTOE & JOHNSON LLP**

November 16, 2009

**REMITTANCE**

Our Matter No. 017026.00001  
RESTRUCTURING ISSUES

Invoice No. 2323234

**For Professional Services Rendered Through October 31, 2009:**

<b>Total Fees:</b>	<b>\$121,095.00</b>
<b>Total Expenses:</b>	<b><u>\$14,592.06</u></b>
<b>Total Due for this Period:</b>	<b><u>\$135,687.06</u></b>

**INVOICE IS DUE AND PAYABLE UPON RECEIPT**

**PLEASE RETURN THIS COPY WITH YOUR REMITTANCE**

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Please send remittance to: Steptoe & Johnson LLP  
Accounting Department  
1330 Connecticut Avenue, NW  
Washington, D.C. 20036-1795

Wiring Instructions:  
Bank: Wachovia Bank of Washington, D.C.  
ABA#: 054001220  
Beneficiary's Account #: 2000033223276  
Swift Code -- PNBP US 33  
Beneficiary's Name: Steptoe & Johnson LLP

**SUNWEST MANAGEMENT, INC.**  
**RESTRUCTURING ISSUES**  
**OCTOBER 2009**

<b>Date</b>	<b>Name</b>	<b>Hour</b>	<b>Description</b>
10/01/09	G.R. Yates	11.30	Meetings with CRO and Receiver to discuss game plan going forward with case. (6.9). Calls with secured lenders to explain plan (4.4).
10/02/09	G.R. Yates	11.80	Work on dispositions of property (7.4). Review and revise orders (4.4).
10/05/09	G.R. Yates	11.30	Work on secured lender restructurings (6.7) and despositions of properties (4.6)
10/06/09	G.R. Yates	7.40	Calls with secured lenders to discuss loan restructurings.
10/06/09	G.R. Yates	4.20	Calls with lenders to discuss disposition of properties.
10/07/09	G.R. Yates	4.80	Work on Blackstone Purchase and Sale Agreement issues.
10/07/09	G.R. Yates	6.90	Calls with secured lenders to discuss loan restructurings.
10/08/09	G.R. Yates	5.80	Calls with secured lenders to discuss loan restructurings. Review term sheets.
10/08/09	G.R. Yates	6.40	Work on bare land issues.
10/09/09	G.R. Yates	6.70	Meetings with secured lenders to discuss loan restructurings.
10/09/09	G.R. Yates	5.70	Work on issues relating to Blackstone sale.
10/12/09	G.R. Yates	7.40	Negotiations with secured lenders regarding loan restructurings.
10/12/09	G.R. Yates	3.70	Work on disposition of properties.
10/13/09	G.R. Yates	6.70	Meetings and preparation for Blackstone negotiating meeting.
10/13/09	G.R. Yates	3.80	Work on secured lender restructurings.
10/14/09	G.R. Yates	8.30	Meetings with various counsel and business representatives, including Blackstone, regarding the Purchase and Sale Agreement.
10/14/09	G.R. Yates	4.30	Work on secured lender loan restructurings.
10/15/09	G.R. Yates	5.50	Mediation with secured lenders regarding loan restructurings.
10/15/09	G.R. Yates	5.90	Work on GE issues including revision of Order approving loan restructuring.

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Date	Name	Hour	Description
10/16/09	G.R. Yates	6.30	Work on Blackstone due diligence issues and representations and warranties.
10/16/09	G.R. Yates	5.60	Calls to secured lenders regarding loan restructurings.
10/17/09	G.R. Yates	3.60	Meetings to discuss and mark up Blackstone Purchase and Sale Agreement.
10/18/09	G.R. Yates	3.80	Close review and mark up of Blackstone Purchase and Sale Agreement.
10/19/09	G.R. Yates	6.30	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/19/09	G.R. Yates	3.90	Address property disposition issues. Calls to counsel regarding releases.
10/20/09	G.R. Yates	5.80	Work on Blackstone issues and due diligence. Meetings on representations and warranties.
10/20/09	G.R. Yates	6.30	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/21/09	G.R. Yates	3.30	Prepare for and participate in call with Blackstone to review Purchase and Sale comments.
10/21/09	G.R. Yates	8.90	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/22/09	G.R. Yates	6.50	Work on disposition issues. Calls to secured lenders.
10/22/09	G.R. Yates	5.80	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/23/09	G.R. Yates	5.80	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/23/09	G.R. Yates	6.30	Address Blackstone issues. Conference calls with Blackstone deal counsel. Conference calls with Blackstone regulatory counsel.
10/26/09	G.R. Yates	7.80	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.

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<b>Date</b>	<b>Name</b>	<b>Hour</b>	<b>Description</b>
10/26/09	G.R. Yates	5.20	Work on disposition of properties. Review committee recommendations.
10/27/09	G.R. Yates	7.60	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/27/09	G.R. Yates	4.90	Work on Blackstone issues. Conference call with Blackstone counsel to discuss Purchase and Sale Agreement.
10/28/09	G.R. Yates	6.90	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/28/09	G.R. Yates	5.70	Work on property dispositions.
10/29/09	G.R. Yates	7.30	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/29/09	G.R. Yates	4.80	Address various investor issues related to Sunwest.
10/30/09	G.R. Yates	6.60	Work on secured lender issues. Calls to secured lender's counsel. Review existing loan documents. Draft term sheets. Discuss issues with Sunwest.
10/30/09	G.R. Yates	6.20	Address various issues related to the Blackstone transaction.